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ACCOUNT NO. : 072100000032

REFERENCE : 437350 4311863

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 25.00

ORDER DATE : August 21, 2001

ORDER TIME : 10:08 AM

ORDER NO. : 437350-005

CUSTOMER NO: 4311863

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CUSTOMER: Sheldon Bender, Paralegal
Blank Rome Comisky & Mccauley
One Logan Square, 7th Floor
18th And Cherry Street
Philadelphia, PA 19103-6998

FOREIGN FILINGS

NAME: WATERTON PARK, L.L.C.

XX PROFIT
XX LLC

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: *VB*
8-22-01

OFFICE OF THE STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 AUG 22 AM 11:26

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG 22 PM 2:02

APPROVED
AND
FILED

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

- 1. Name of limited liability company as it appears on the records of the Florida Department of State: Waterton Park, L.L.C.
- 2. Jurisdiction of its organization: Delaware
- 3. Date authorized to do business in Florida: August 16, 2001

SECTION II (4-7 complete only the applicable changes)

- 4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? _____
- 5. New name of the limited liability company: _____
- 6. If the amendment changes the period of duration, indicate new period of duration: _____
- 7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
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- 8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: A "check mark" ("✓") is hereby deemed to be made at item no. 8 of the Application by Foreign Limited Liability Company to Transact Business in Florida indicating that the limited liability company is manager-managed.
- 9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Vincent Sanfilippo

Signature of a member or the authorized representative of a member
 WATERTON PARK, L.L.C., a Delaware limited liability company, by its non-member manager: SPNMM, LLC, a Delaware limited liability company

By: Vincent Sanfilippo, Manager

Typed or printed name of signer